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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

HIGHLAND CAPITAL MANAGEMENT, L.P.,¹

Reorganized Debtor.

)
) Chapter 11
)
) Case No. 19-34054-sgj11
)
)
)
)

**DECLARATION OF JOHN A. MORRIS IN SUPPORT OF HIGHLAND CAPITAL
MANAGEMENT, L.P., HIGHLAND CLAIMANT TRUST, AND JAMES P.
SEERY, JR.'S JOINT OPPOSITION TO HUNTER MOUNTAIN INVESTMENT
TRUST'S MOTION FOR LEAVE TO FILE VERIFIED ADVERSARY PROCEEDING**

¹ Highland's last four digits of its taxpayer identification number are (8357). The headquarters and service address for Highland is 100 Crescent Court, Suite 1850, Dallas, TX 75201.

I, John A. Morris, pursuant to 28 U.S.C. § 1746, under penalty of perjury, declare as follows:

1. I am a partner in the law firm of Pachulski, Stang, Ziehl & Jones LLP, counsel to Highland Capital Management, L.P. (“HCMLP”), the reorganized debtor in the above-referenced bankruptcy case, and the Highland Claimant Trust (the “Trust” and together with HCMLP, “Highland”). I submit this declaration (the “Declaration”) in support of the opposition (the “Opposition”) to *Hunter Mountain Investment Trust’s* (“HMIT”) *Emergency Motion for Leave to File Verified Adversary Petition* [Docket No. 3699] and *Hunter Mountain Investment Trust’s Supplement to Emergency Motion for Leave to File Verified Adversary Proceeding* [Docket No. 3760] being filed simultaneously with this Declaration by Highland and James P. Seery, Jr. (“Mr. Seery”), HCMLP’s Chief Executive Officer and the Claimant Trustee of the Trust.² This Declaration is based on my personal knowledge and review of the documents listed below.

2. Attached as **Exhibit 1** is a true and correct copy of the *Fifth Amended Plan of Reorganization of Highland Capital Management, L.P. (As Modified)* filed on January 22, 2021 [Docket No. 1808].

3. Attached as **Exhibit 2** is a true and correct copy of the *Order (I) Confirming the Fifth Amended Plan of Reorganization of Highland Capital Management, L.P. (As Modified) and (II) Granting Related Relief* entered on February 22, 2021 [Docket No. 1943].

4. Attached as **Exhibit 3** is a true and correct copy of the *Verified Petition to Take Deposition Before Suit and Seek Documents* filed by James Dondero in Cause No. DC-21-09534 on July 22, 2021.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Opposition.

5. Attached as **Exhibit 4** is a true and correct copy of the *Verified Amended Petition to Take Deposition Before Suit and Seek Documents* filed by James Dondero in Cause No. DC-21-09534 on May 2, 2022.

6. Attached as **Exhibit 5** is a true and correct copy of the *Declaration of James Dondero* dated May 31, 2022, filed in Cause No. DC-21-09534.

7. Attached as **Exhibit 6** is a true and correct copy of the *Memorandum Opinion and Order Granting James Dondero's Motion to Remand Adversary Proceeding to State Court, Denying Fee Reimbursement Request, and Related Rulings* entered on January 4, 2022 [Adv. Pro. No. 21-03051, Docket No. 23].

8. Attached as **Exhibit 7** is a true and correct copy of an *Order* dated June 1, 2022 entered in Cause No. DC-21-09534 denying the First Rule 202 Petition and dismissing the case.

9. Attached as **Exhibit 8** is a true and correct copy of *Petitioner Hunter Mountain Investment Trust's Verified Rule 202 Petition* filed by HMIT in Cause No. DC-23-01004 on January 20, 2023.

10. Attached as **Exhibit 9** is a true and correct copy of the *Declaration of James Dondero* (with Exhibit 1) dated February 15, 2023, filed in Cause No. DC-23-01004.

11. Attached as **Exhibit 10** is a true and correct copy of an *Order* dated March 8, 2023 entered in Cause No. DC-23-01004 denying the Second Rule 202 Petition and dismissing the case.

12. Attached as **Exhibit 11** is a true and correct copy of an email sent by James Dondero to Mr. Seery on December 17, 2020 (the "MGM E-Mail").

13. Attached as **Exhibit 12** are true and correct copies of James Dondero's resignation letters dated January 9, 2020.

14. Attached as **Exhibit 13** is a true and correct copy of James Dondero's October 9, 2020 e-mail in which he resigned from his positions at Highland and affiliates.

15. Attached as **Exhibit 14** is a true and correct copy of the Advisors' October 16, 2020 letter.

16. Attached as **Exhibit 15** is a true and correct copy of the *Memorandum Opinion and Order Granting in Part Plaintiff's Motion to Hold James Dondero in Civil Contempt of Court for Alleged Violation of TRO* entered on June 7, 2021 [Adv. Pro. No. 20-03190, Docket No. 190].

17. Attached as **Exhibit 16** is a true and correct copy of the *Order (A) Approving the Adequacy of the Disclosure Statement; (B) Scheduling a Hearing to Confirm the Fifth Amended Plan of Reorganization; (C) Establishing Deadline for Filing Objections to Confirmation of Plan; (D) Approving Form of Ballots, Voting Deadline and Solicitation Procedures; and (E) Approving Form and Manner of Notice* entered November 24, 2020 [Docket No. 1476].

18. Attached as **Exhibit 17** are true and correct copies of written notices of termination of shared services agreements with NexPoint Advisors, L.P. and Highland Capital Management Advisors, L.P., respectively, each dated November 30, 2020.

19. Attached as **Exhibit 18** is a true and correct copy of the Demand Letter sent to James Dondero on December 3, 2020.

20. Attached as **Exhibit 19** is a true and correct copy of the Demand Letter sent to HCMFA on December 3, 2020.

21. Attached as **Exhibit 20** is a true and correct copy of the Demand Letter sent to HCRE on December 3, 2020.

22. Attached as **Exhibit 21** is a true and correct copy of the Demand Letter sent to HCMS on December 3, 2020.

23. Attached as **Exhibit 22** is a true and correct copy of James Dondero's text message to James Seery sent on December 3, 2020.

24. Attached as **Exhibit 23** is a true and correct copy of the *Order Granting Debtor's Motion for a Temporary Restraining Order Against James Dondero* entered December 10, 2020 [Adv. Pro. No. 20-03190, Docket No. 10].

25. Attached as **Exhibit 24** is a true and correct copy of the transcript of the hearing held on December 16, 2020.

26. Attached as **Exhibit 25** is a true and correct copy of an article entitled *MGM Leads 2020 Media Acquisition Targets as the Entertainment World Splits Into Haves and Have-Nots* (Jan. 26, 2020).

27. Attached as **Exhibit 26** is a true and correct copy of an article entitled *It's 'No Time to Die' for Hedge-Fund Manager Ulrich's Big James Bond Bet* (Oct. 11, 2020).

28. Attached as **Exhibit 27** is a true and correct copy of an article entitled *MGM Holdings, Studio Behind 'James Bond,' Explores a Sale* (Dec. 21, 2020).

29. Attached as **Exhibit 28** is a true and correct copy of an article entitled *The World Is Not Enough! Amazon Joins Other Streaming Services in £4bn Bidding War For Bond Films As MGM Considers Selling Back Catalogue* (Dec. 23, 2020).

30. Attached as **Exhibit 29** is a true and correct copy of an article entitled *Could Apple Be Ready to Gobble Up MGM Studios Entirely?* (Dec. 24, 2020).

31. Attached as **Exhibit 30** is a true and correct copy of an article entitled *MGM Is For Sale (Again)* (January 15, 2021).

32. Attached as **Exhibit 31** is a true and correct copy of an email sent by Mr. Seery to the other Independent Directors on December 18, 2020.

33. Attached as **Exhibit 31-a** is a true and correct copy of Highland CLO Funding Ltd.'s Statement of Financial Position as of November 30, 2020.

34. Attached as **Exhibit 32** is a true and correct copy of *James Dondero's Objection to Debtor's Motion for Entry of an Order Approving Settlement with HarbourVest* [Docket No. 1697].

35. Attached as **Exhibit 33** is a true and correct copy of a letter from the Texas State Securities Board to Highland Capital Management, L.P., dated May 9, 2023.

36. Attached as **Exhibit 34** is a true and correct copy of an article entitled *Amazon's \$8.45 Billion Deal for MGM is Historic But Feels Mundane* (May 26, 2021).

37. Attached as **Exhibit 35** is a true and correct copy of a letter from Davor Rukavina, to counsel to NexPoint, to Stonehill Capital Partners, dated October 14, 2022.

38. Attached as **Exhibit 36** is a true and correct copy of the *Order Approving Debtor's Motion Under Bankruptcy Code Sections 105(a) and 363(b) Authorizing Retention of James P. Seery, Jr., as Chief Executive Officer, Chief Restructuring Officer and Foreign Representative Nunc Pro Tunc to March 15, 2020* entered on July 16, 2020 [Docket No. 854].

39. Attached as **Exhibit 37** is a true and correct copy of the *Disclosure Statement for the Fifth Amended Plan of Reorganization of Highland Capital Management, L.P.* [Docket No. 1473].

40. Attached as **Exhibit 38** is a true and correct copy of the *Claimant Trust Agreement*, effective as of August 11, 2021.

41. Attached as **Exhibit 39** is a true and correct copy of the August 26, 2021 *Minutes of the Meeting of the Claimant Trust Oversight Board of the Highland Claimant Trust*.

42. Attached as **Exhibit 40** is a true and correct copy of the August 30, 2021 *Minutes of the Meeting of the Claimant Trust Oversight Board of the Highland Claimant Trust*

43. Attached as **Exhibit 41** is a true and correct copy of a *Memorandum of Agreement* executed December 6, 2021.

44. Attached as **Exhibit 42** is a true and correct copy of the *Assignment Agreement*, effective as of October 8, 2021.

45. Attached as **Exhibit 43** is a true and correct copy of the transcript of the hearing held on April 24, 2023.

46. Attached as **Exhibit 44** is a true and correct copy of the *Litigation Sub-Trust Agreement*, effective as of August 16, 2021.

Dated: May 11, 2023

/s/ John A. Morris
John A. Morris